

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

HAREL INSURANCE COMPANY, <i>et al.</i> ,	)	Civil Action No. 2:18-cv-02074-MCA-LDW
	)	
Plaintiffs,	)	ECF Case
	)	Document Electronically Filed
v.	)	
	)	
PERRIGO COMPANY PLC, <i>et al.</i> ,	)	
	)	
Defendants.	)	
	)	

**STIPULATION AND [PROPOSED] ORDER**

Plaintiffs Harel Insurance Company, Ltd., E.M.I.-Ezer Mortgage Insurance Company Ltd., Israeli Shares Partnership, and Harel Pension and Provident Ltd. (collectively, "Plaintiffs") and Defendants Perrigo Company plc ("Perrigo"), Joseph C. Papa, Judy L. Brown, Laurie Brlas, Gary M. Cohen, Marc Coucke, Jacquelyn A. Fouse, Ellen R. Hoffing, Michael Jandernoa, Gerald K. Kunkle, Jr., Herman Morris, Jr., Donal O'Connor, David T. Gibbons, and Ran Gottfried (collectively, "Defendants"), through their undersigned counsel, hereby agree and stipulate to the following matters:

WHEREAS, on February 13, 2018, Plaintiffs commenced the above-captioned individual action (the "Action");

WHEREAS, the complaint in the Action involves claims, allegations, and parties that significantly overlap with the claims, allegations, and parties described in the June 21, 2017 Amended Complaint for Violation of the Federal Securities Laws (the "Amended Complaint") in *Roofers' Pension Fund, et al. v. Perrigo Company plc, et al.*, No. 2:16-cv-02805-MCA-LDW (the "Class Action");

WHEREAS, on August 21, 2017, defendant Perrigo and all of the individual defendants in the Class Action except Coucke moved to dismiss the Amended Complaint in the Class Action, and on August 25, 2017, individual defendant Coucke moved to dismiss the Amended Complaint in the Class Action (collectively, the “Motions to Dismiss”);

WHEREAS, lead plaintiff in the Class Action filed its opposition to the Motions to Dismiss, all defendants have filed their replies in further support of the Motions to Dismiss, and briefing was completed in connection with the Motions to Dismiss on November 6, 2017;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the parties hereto, through their undersigned counsel, as follows:

1. By entering into this stipulation, Defendants accept service of the summons and complaint in the Action and expressly preserve all rights, claims and defenses, including, but not limited to, all defenses relating to jurisdiction, other than a defense as to the timeliness and sufficiency of service of the summons and complaint and the form of the summons.

2. With the Court’s permission, motions to dismiss the Action are not to be filed until after the disposition of the Motions to Dismiss the Class Action. For the avoidance of doubt, the parties stipulate and agree that Defendants are under no current obligation to answer or otherwise respond to the complaint in the Action.

3. The parties stipulate and agree that no more than thirty (30) days after the Motions to Dismiss the Class Action are resolved, counsel for Plaintiffs and Defendants shall confer and submit a proposed schedule for the filing of answers or other responses to the complaint in the Action.

4. If Defendants' Motions to Dismiss the Class Action are denied, either in whole or in any part, and discovery proceeds in the Class Action, discovery shall also commence in the Action and there shall be no stay of discovery in the Action regardless of whether any of the Defendants file a motion to dismiss the Action, provided that Plaintiffs shall not utilize any documents or testimony from such discovery in opposing any Defendant's motion to dismiss the Action.

Dated: February 23, 2018

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SO ORDERED THIS 26<sup>th</sup> DAY OF February, 2018

*Leda D. Welte*  
Hon. Madeline Cox Arleo *Leda D. Welte*  
United States District Judge  
*Magistrate*